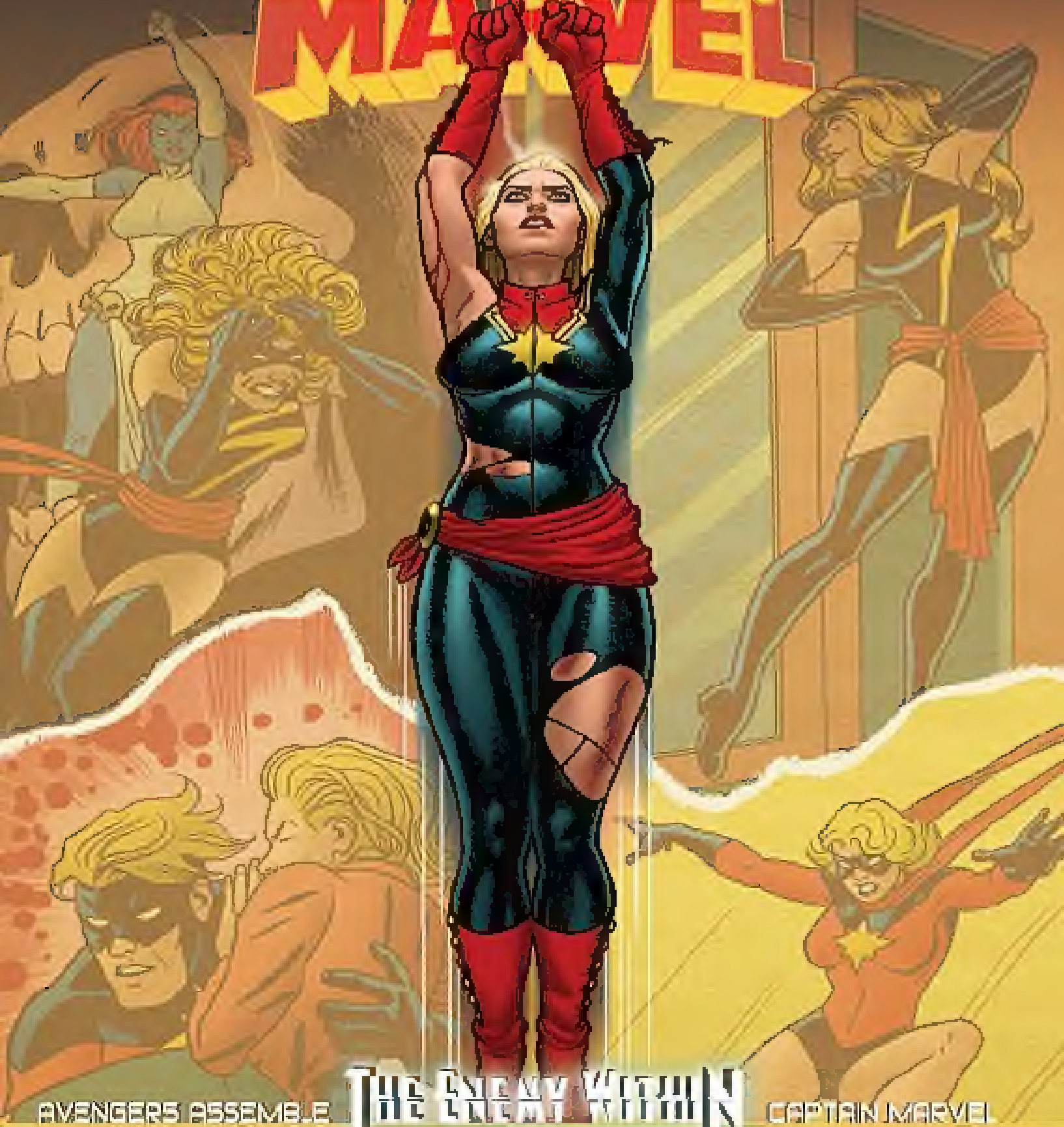


CAPTAIN MARVEL



AVENGERS ASSEMBLE

THE ENEMY WITHIN

CAPTAIN MARVEL

MARVEL
NOW!

PART FIVE
OF FIVE

DECONNICK
HEPBURN
SANDOVAL
TROY

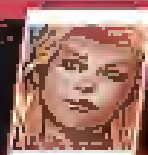
014

CAPTAIN MARVEL

AVENGERS ASSEMBLE

THE ENEMY WITHIN

CONCLUSION



**CAPTAIN
MARVEL**
CAROL
DANVERS



HAWKEYE
CLINT
BARTON



**CAPTAIN
AMERICA**
STEVE
ROGERS



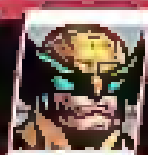
**BLACK
WIDOW**
NATASHA
ROMANOFF



THOR



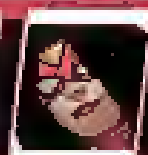
HULK
BRUCE
BANNER



WOLVERINE
JAMES
"LOGAN"
HOWLETT



WASP
JANET
VAN DYNE



**SPIDER-
WOMAN**
JESSICA
DREW



FALCON
SAM
WILSON

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DeCONNICK**
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FILE: PART 4



Long thought to have been killed in the explosion of the Psyche-Magnitron, the device that gave Captain Marvel her powers, Yon-Rogg, a disgraced Kree warrior and villainous figure from Carol's past, has traveled to the present in secrecy and taken on a new name: The Magnitron. Targeting Captain Marvel and her allies, he awakened an army of robotic Kree sentries to wreak havoc across the globe, and Captain Marvel knows just where he's aiming next!

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**THE SKY ABOVE
NEW YORK CITY.**

★ MY WORST
NIGHTMARE,
WRIT LARGE.

A CITY—MY CITY—
ABOUT TO BE
CRUSHED AT THE
HANDS OF A LUNATIC
WHO'S MADE ME
AN ACCOMPLICE
TO HIS PLAN.

TON-ROSS
PLAYED ME.
I WAS FOOL
ENOUGH TO
LET HIM.

AND NOW THAT I
KNOW, NOW THAT
I UNDERSTAND...

I'M NOT SURE
I HAVE THE
STRENGTH TO
STOP HIM.

S.W.O.R.D. HEADQUARTERS.

ALL AGENTS TO EMERGENCY STATIONS WE ARE AT CODE RED REPEAT ALL AGENTS TO--

SIR, MISSILE DEFENSE CAN'T FIRE.

WHAT DOES THAT MEAN THEY CAN'T FIRE?

OR THEY CAN'T. IF THEY FIRE AND THAT THING FALLS OUT OF THE SKY, IT'LL WIPE OUT HALF THE CITY. S.H.I.E.L.D. SAYS THE AVENGERS--

IF THAT THING GETS BIGGER AND KEEPS COMING DOWN, IT'LL WIPE OUT THE WHOLE CITY!

THE AVENGERS ARE HIGH-TAILING IT BACK HERE AS QUICK AS THEIR RADIO-ACTIVE BUTTS WILL CARRY THEM.

BUT UNTIL THE CAVALRY ARRIVES, IT'S ON US TO EITHER FIND A WAY TO STOP THIS THING--

OR VAPORIZE IT!

YES SIR.

ANY MINUTE NOW WOULD BE GOOD.

I'M GETTING
WEAKER AS
WE'RE GETTING
CLOSER...

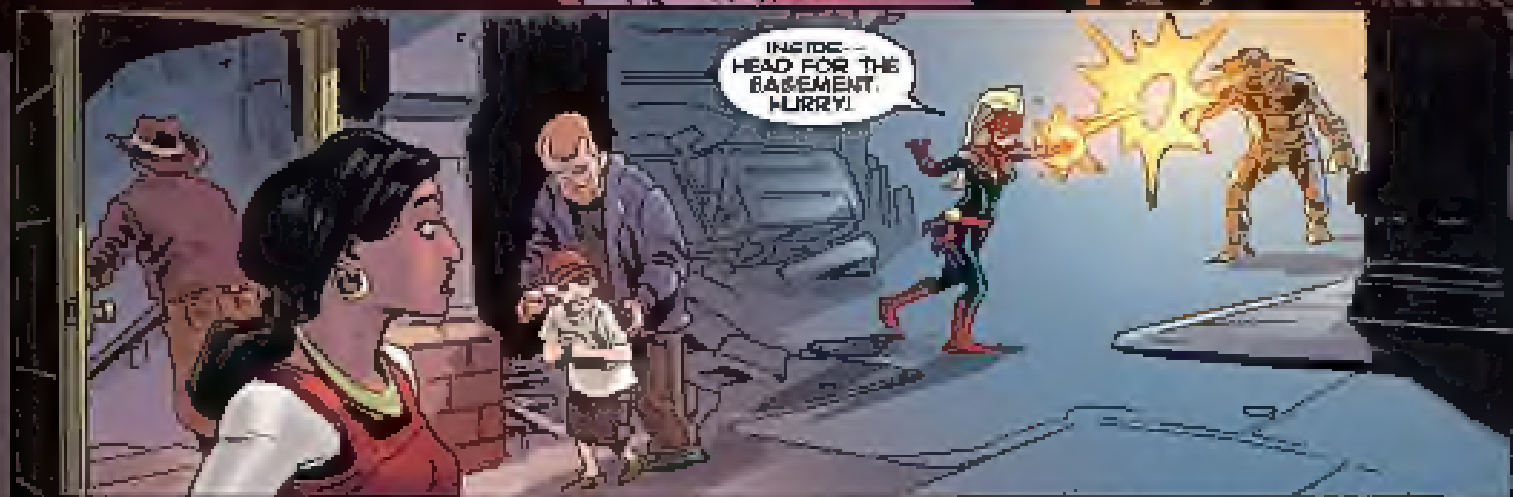
HE CAN'T
BE FAR AWAY
NOW...

THERE

YON-ROGG!

AHH...
I'VE
BEEN
EXPECTING
YOU









"WHATEVER THIS IS," SAYS THE GIRL, YOU DON'T RECOGNIZE KREE-LAR, MISS DANNERS?

I SUPPOSE THIS ISN'T HER BEST ANGLE.



IT'S ACTUALLY NEW KREE-LAR, AN EXACT REPLICIA OF OUR CAPITAL CITY, MANIFESTING FROM MY MEMORY...AND YOURS.

THAT LUNATIC'S GOING TO SET HIS CITY DOWN ON OUR CITY AND BLOT OUT EIGHT MILLION LIVES!

AGENT BRAND, ARE YOU HEARING THAT GUY?



THROUGH CAPTAIN MARVEL'S EAR-PIECE, WENDY, YES.

YOU CAN'T JUST BUILD A WHOLE CITY OUT OF AIR--THAT'S AN ENERGY-TO-MATTER CONVERSION ON AN IMPOSSIBLE SCALE!

SO EITHER IT'S AN ILLUSION AND IT'S NOT ACTUALLY HAPPENING--



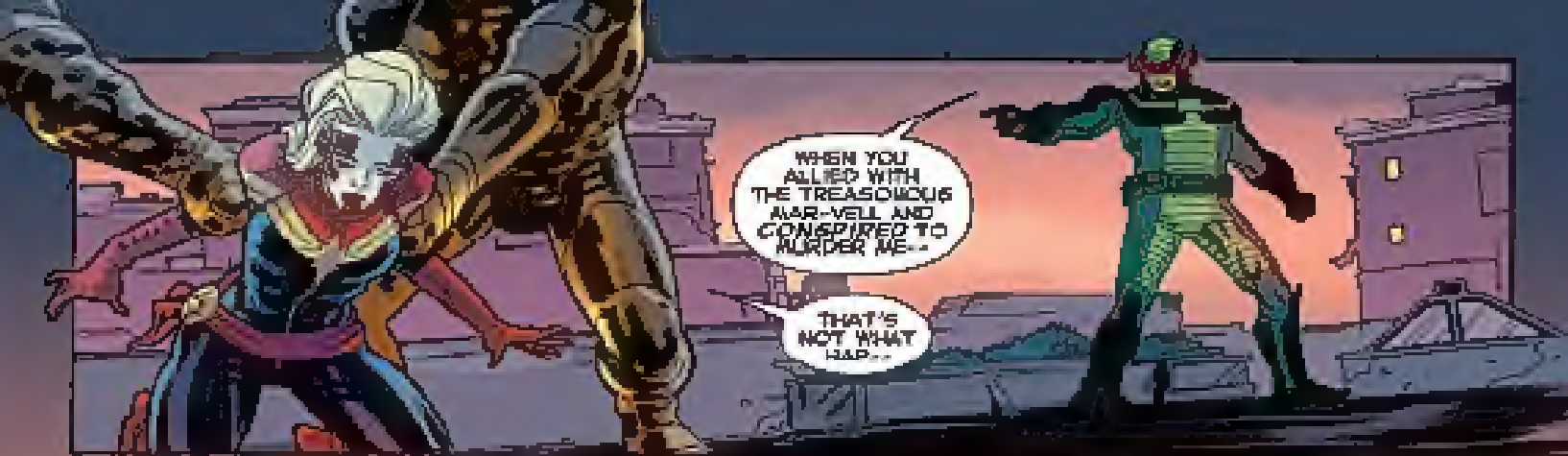
INSTRUMENTS SAY IT'S ALL REAL.

WHERE'S HE GETTING THAT KIND OF POWER? HE'S GOT TO HAVE AN OUTSIDE SOURCE!

IF YOU COULD IDENTIFY IT, MAYBE IT COULD BE DISRUPTED?



YOU HEARD MS. KAWASAKI, GENUSES! OUTSIDE POWER SOURCE! FIGURE IT OUT.

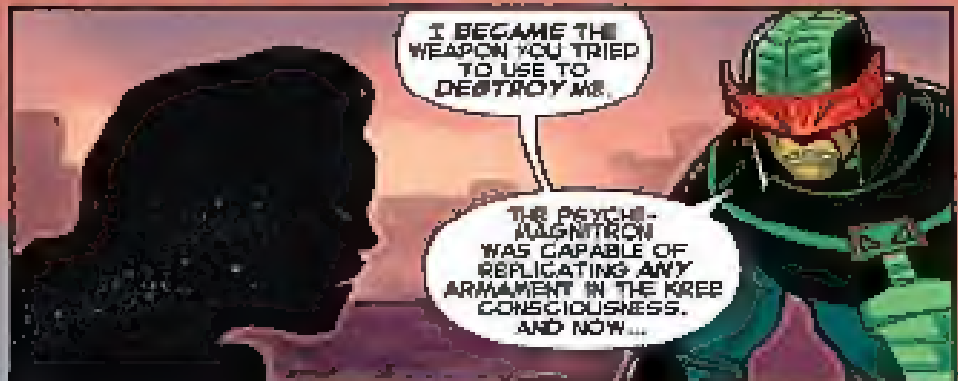


WHEN YOU ALLIED WITH THE TREASONOUS ALAR-VELL AND CONSPIRED TO MURDER ME...

THAT'S NOT WHAT HAD...



I KNOW YOUR VERSION OF THE STORY. NOW YOU WILL KNOW MINE.



I BECAME THE WEAPON YOU TRIED TO USE TO DESTROY ME.

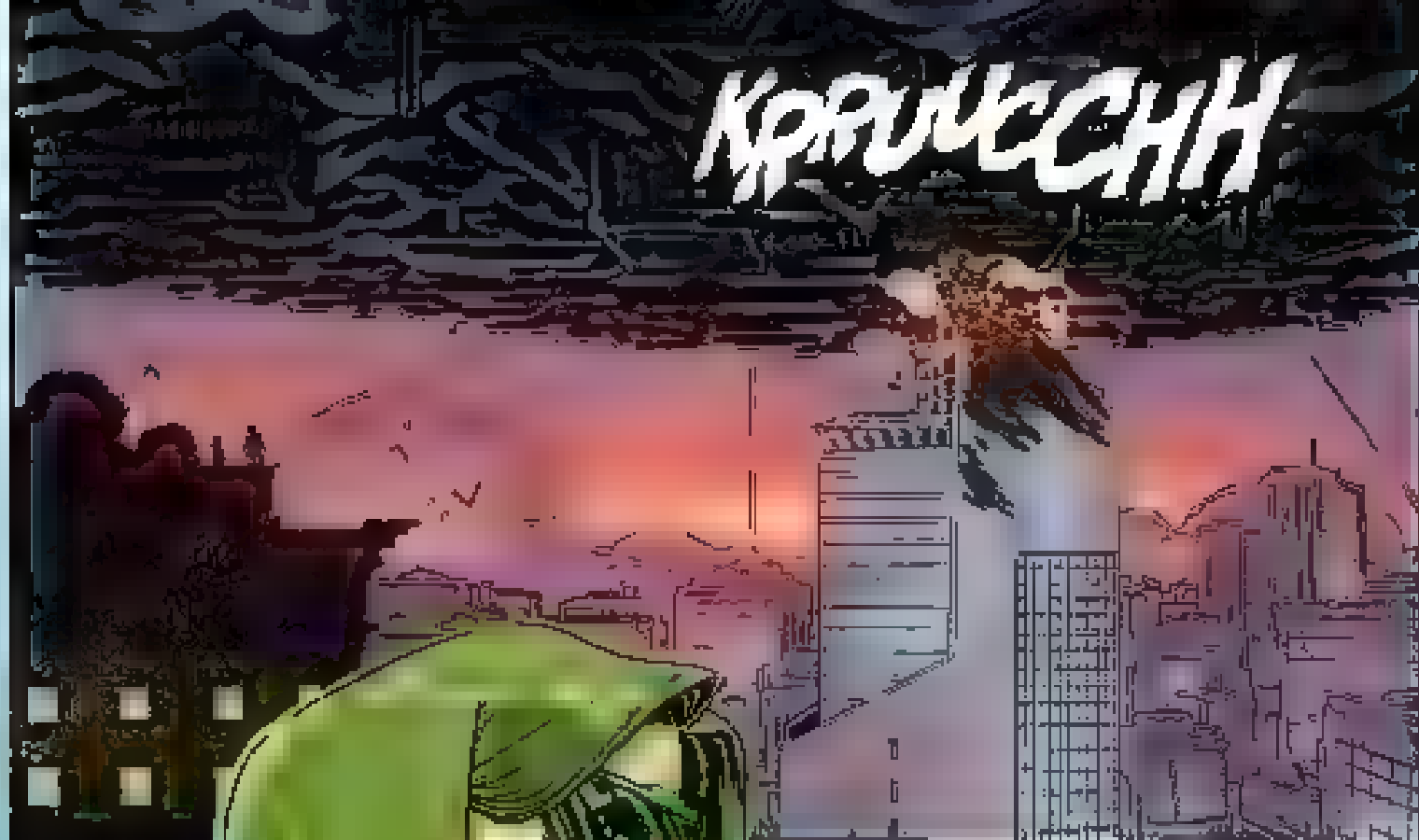
THE PSYCH-MAGNITRON WAS CAPABLE OF REPLICATING ANY ARMAMENT IN THE KREE CONSCIOUSNESS. AND NOW...



SNAP



...SO AM I.



WE'VE GOT
CONTACT

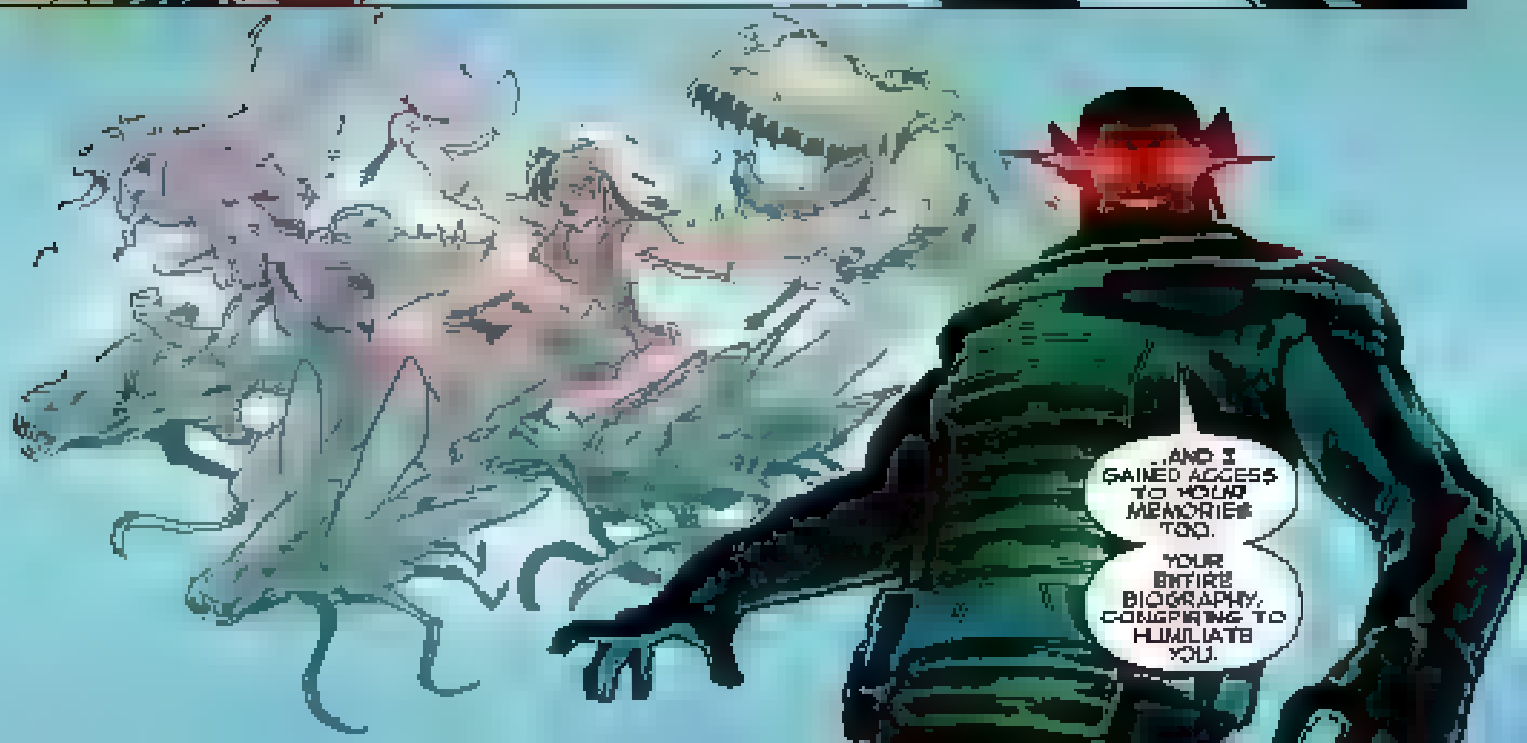
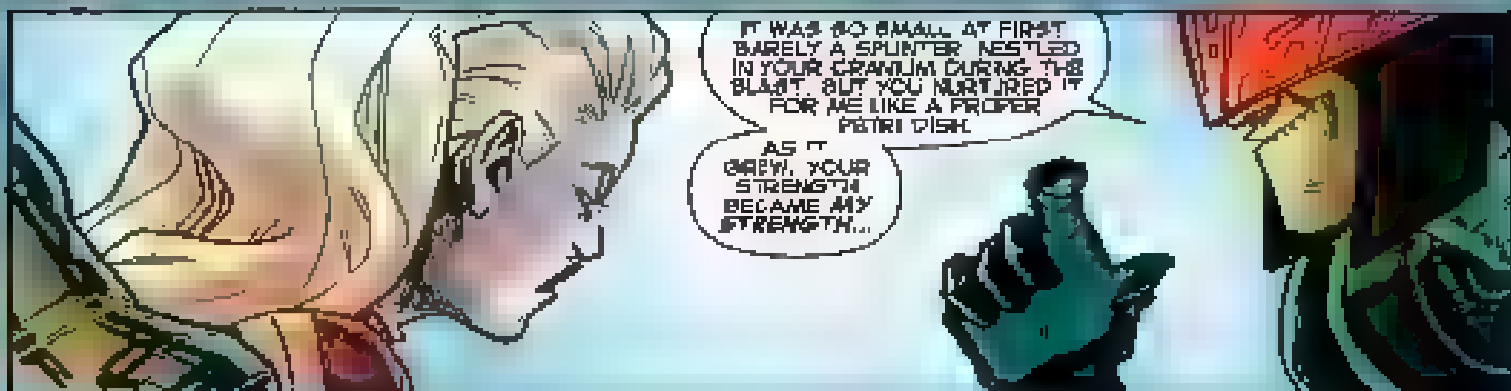
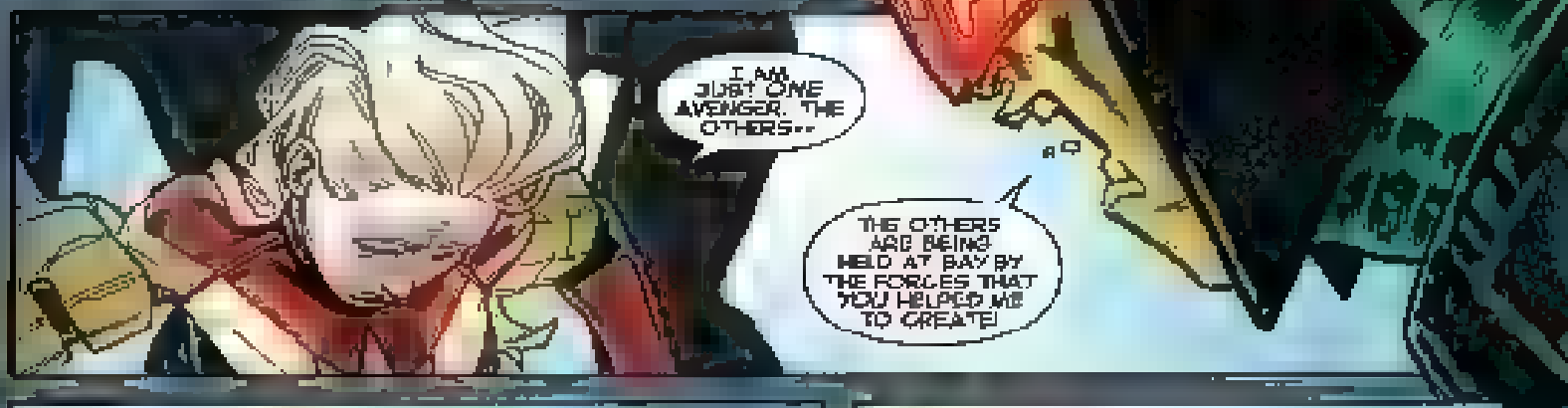
WHERE
ARE MY
AVENGERS?!



MAKING
OUR WAY TO
CAROL AS QUICK
AS WE CAN,
BRANDY



DU, HE'S SET UP
ONE HELL OF A
PERIMETER.





THAT
SOUNDED
REALLY CLOSE.
I COULD FEEL
THE GROUND
SHAKE.



PEOPLE
HOW HARD HE
IT TO FIND A
POWER
SOURCE?

DID YOU
SPEAK?

IT WAS MY
EARSPIECE. THE
AVENGERS WANT
TO KNOW WHAT
YOU'RE USING
FOR A POWER
SOURCE.

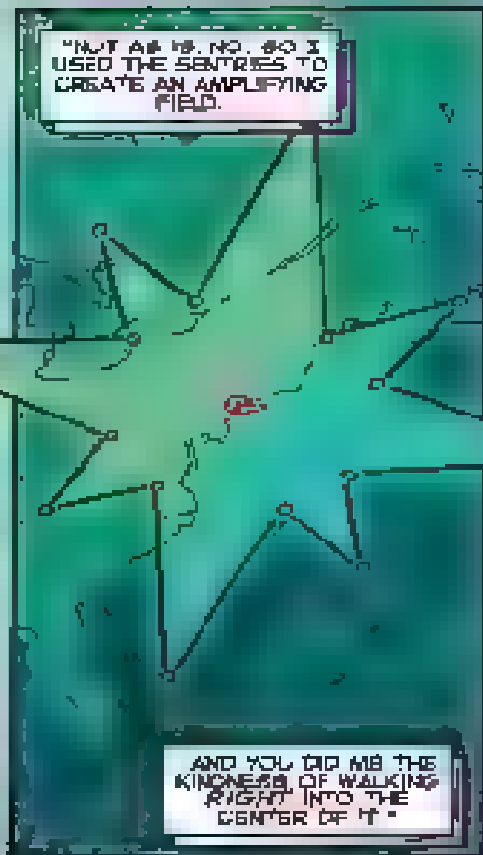


DO TELL THEM IT'S YOU,
MISS DANNERS. ALL THEY
HAVE TO DO TO STOP ME
IS FIND A WAY TO
TURN OFF.

YOU.



I CAN'T
PROCESS
ENOUGH ENERGY
TO CREATE A
WHOLE CITY



"NOT AN IS. NO. SO I
USED THE SENTRIES TO
CREATE AN AMPLIFYING
FIELD."

AND YOU DID ME THE
KINDNESS OF WALKING
RIGHT INTO THE
CENTER OF IT.

YOU GUYS! WE CAN'T DISCONNECT HIM FROM HER, BUT WHAT IF WE DISRUPTED THE AMPLIFY MOVE THE SENTRIES!

NO DICE! EVEN THEN COULDN'T BUDGE ONE OF THOSE THINGS ONCE THEY COMPLETED THEIR CIRCUIT!

DON'T TRY TO MOVE THE SENTRIES! JUST DISRUPT THE CIRCUIT! THE RED BEAMS! DISRUPT THE RED BEAMS!

WENDY, THOSE "RED BEAMS" ARE INCREDIBLY POWERFUL LASERS! YOU CAN'T JUST STICK A MIRROR IN THERE!

ANYTHING WE TRIED TO USE WOULD BE DESTROYED.

THE BEAMS WOULD BLAST RIGHT THROUGH!

THEN USE SOMETHING INDESTRUCTIBLE

LIKE WHAT? THE HEART? YOU KNOW THAT'S NOT LITERAL...

I'VE GOT JUST THE THING.

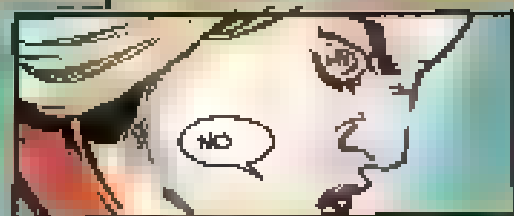
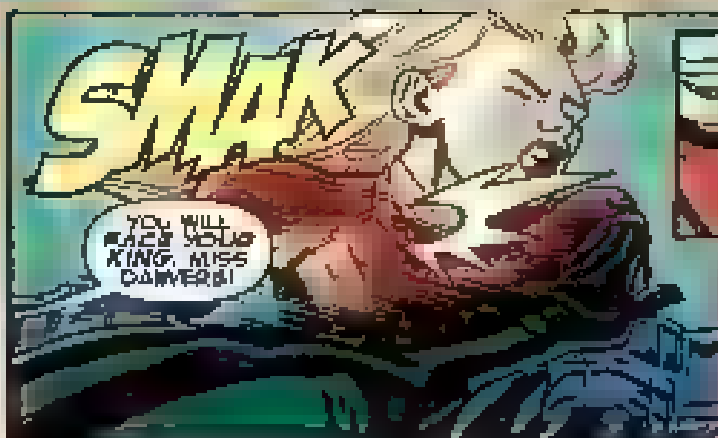
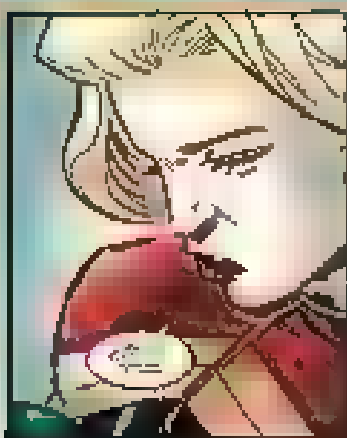
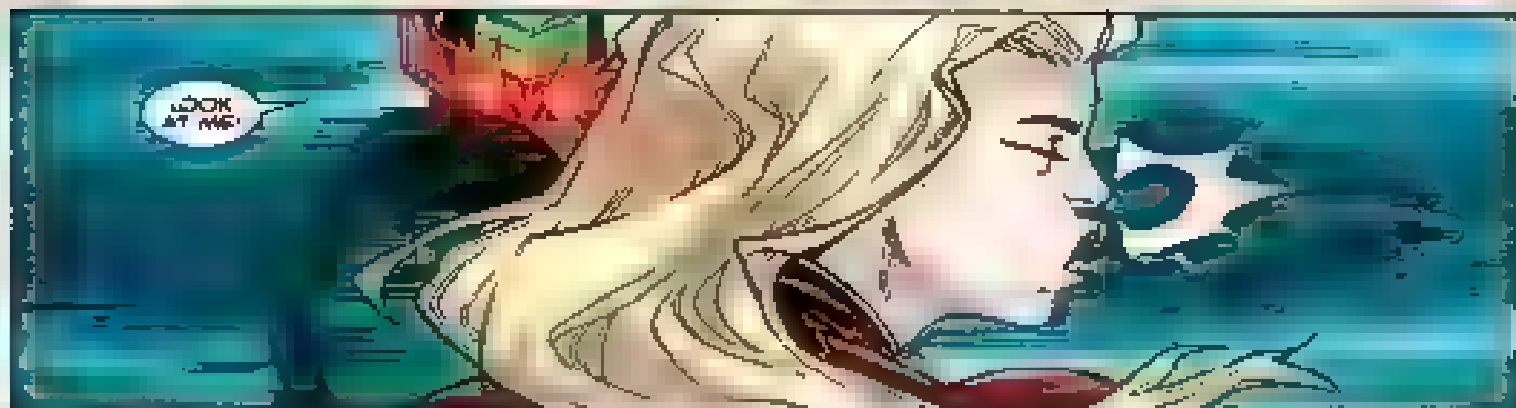
WE'VE GOT ABOUT ONE
MINUTE TO GET MY SHIELD
300 MILES OUTSIDE THE
CITY TO THE FIELD
PERIMETER.

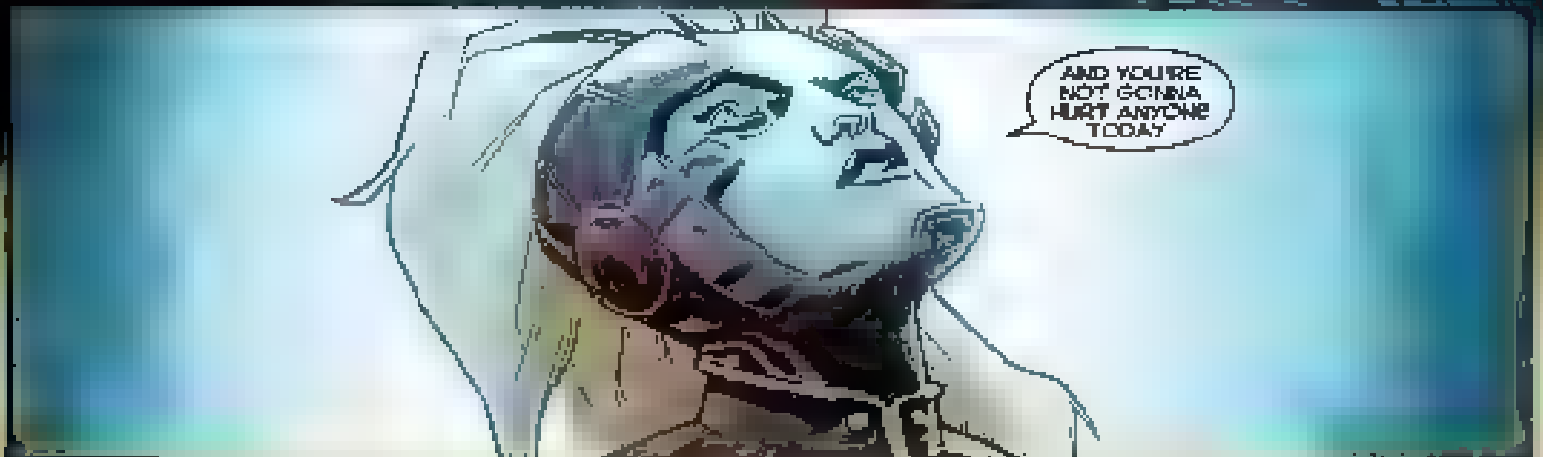
AND MY
TRANSPORT'S
BEEN
DESTROYED

CAPTAIN,
I CAN
CARRY YOUR
SHIELD

HAAAAA

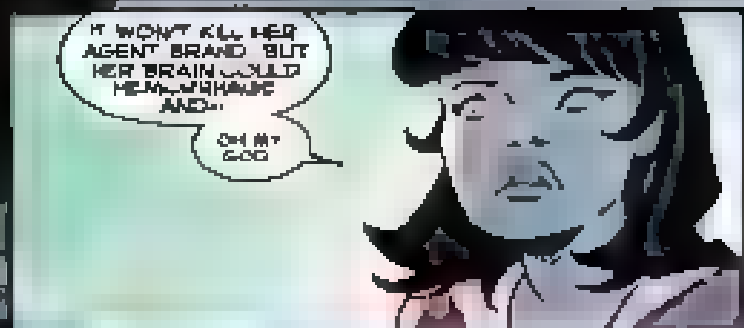
THE
NEW
52







WHAT'S SHE
DOING? SHE'S
FLYING. CAN
SHE FLY? WON'T
FLYING KILL
HER?



IT WON'T KILL HER
AGENT BRAND, BUT
HER BRAIN COULD
MELT. WHATEVER
AND...
OH MY
GOD

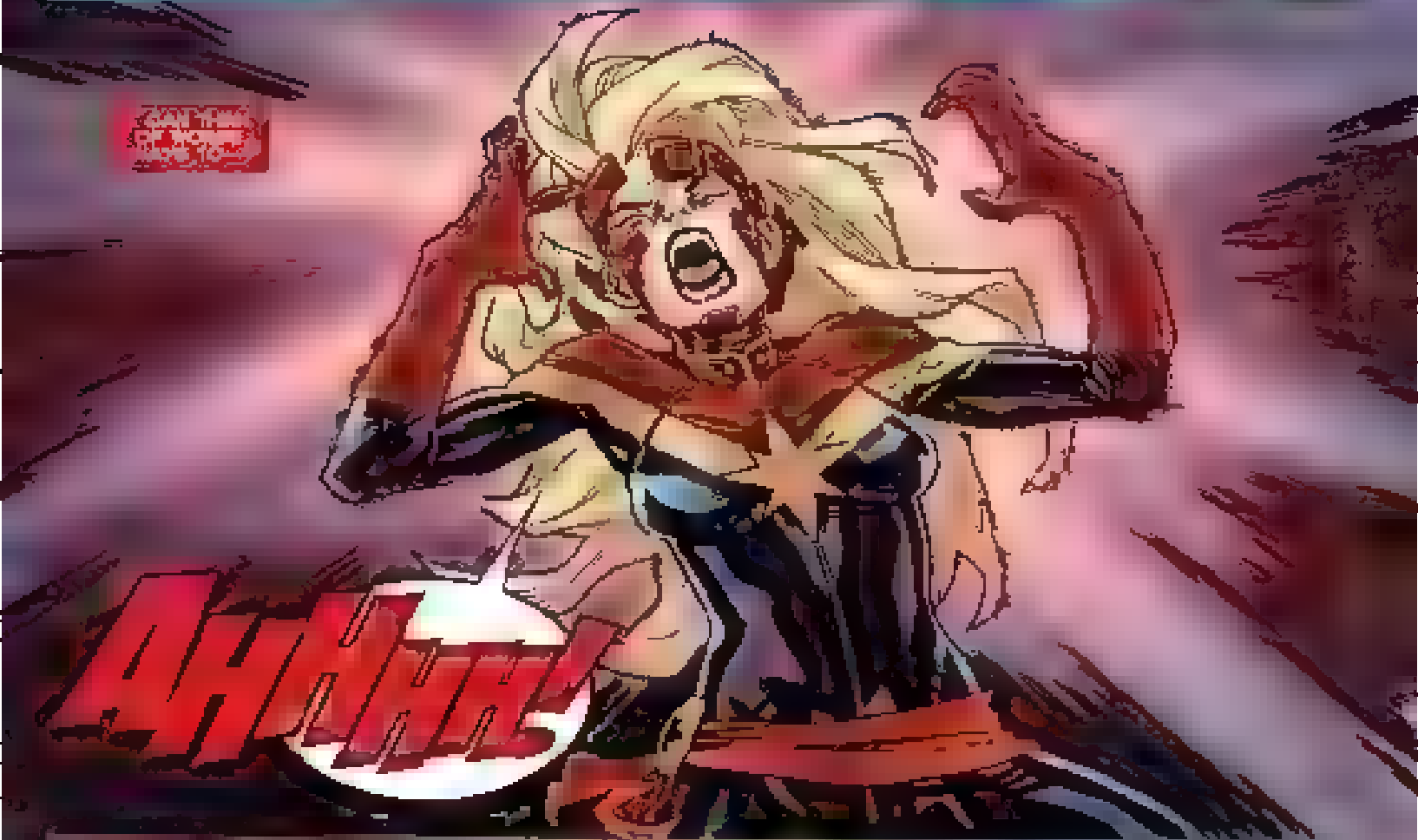
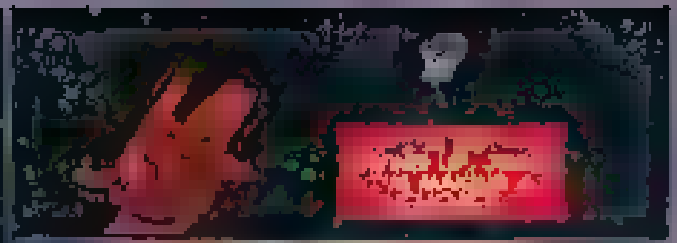
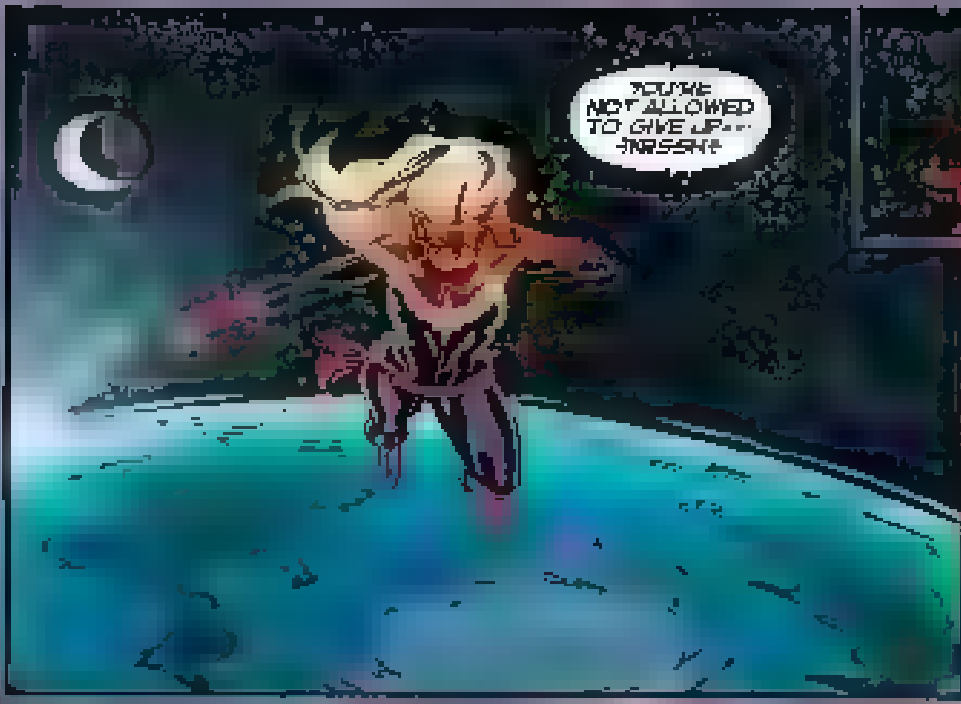


CAROL
DON'T. WE'VE
GOT THIS. THERE'S
GOT TO BE A
SOLUTION. HE CAN USE
IT TO BREAK
THE CIRCUIT!



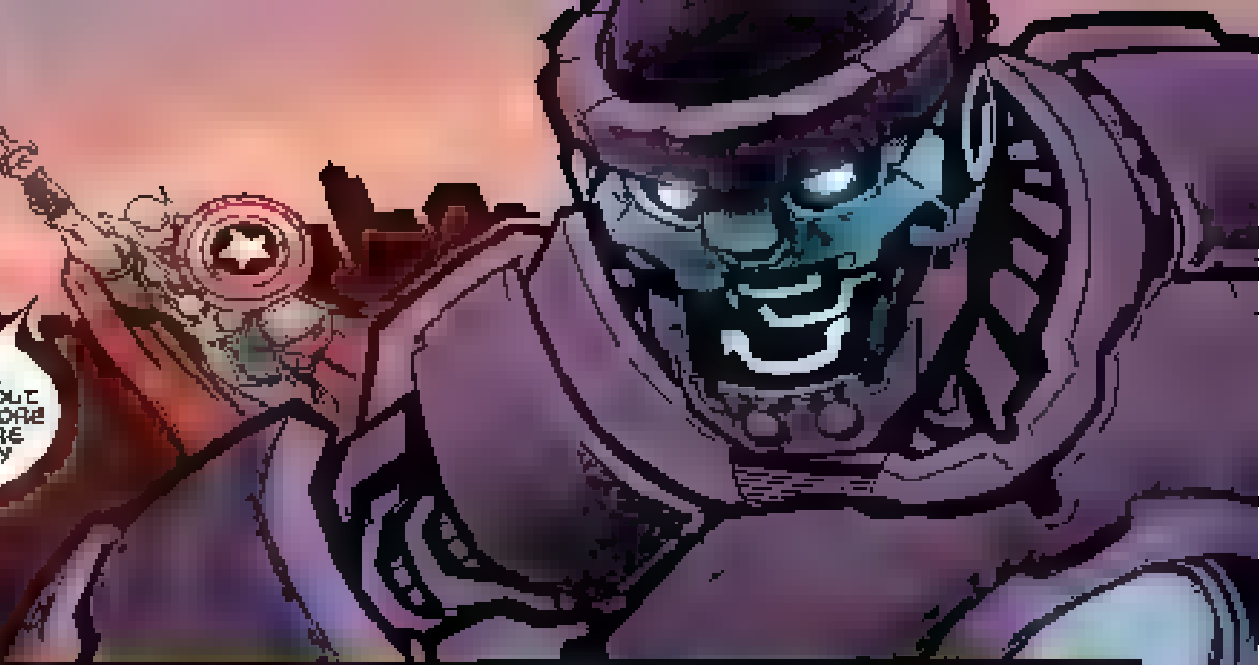
WE'LL
NEVER MAKE
IT IN TIME
I'M SORRY
JESSICA
AND THANK YOU
ALL
FOR
EVERYTHING

NO. CAROL.
DAMNERS. THIS
STUNT YOU'RE
TRYING TO PULL
IS NOT AN
OPTION!

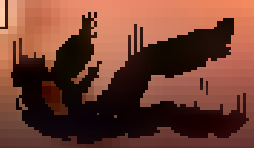


WAIT! NEW
KREE-LAR IS
STARTING TO
DISINTEGRATE!
THAT... DID YOU
DISRUPT THE
CIRCUIT?

NO. AGENT
BRAND' EME
BEAMS WENT OUT
A MOMENT BEFORE
I ARRIVED HERE
THIS SENTRY
IS.



"...REACTIVATING"



HONORABLY
FOUGHT,
CAPTAIN
MARVEL

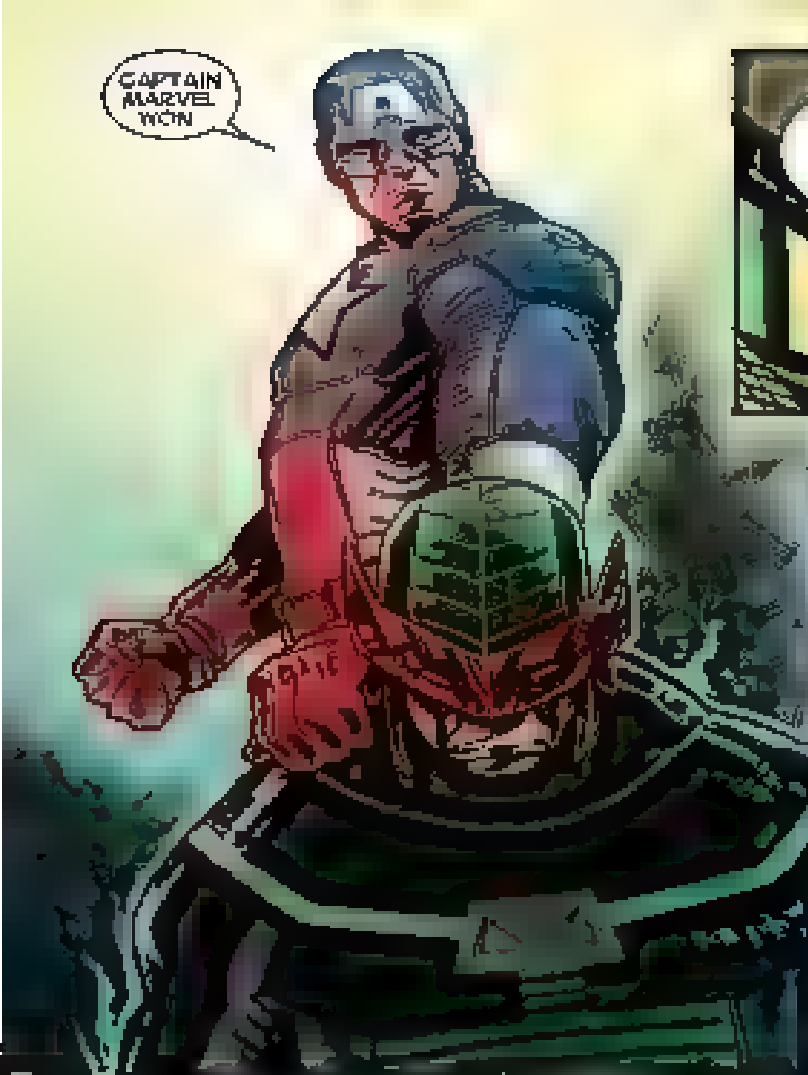


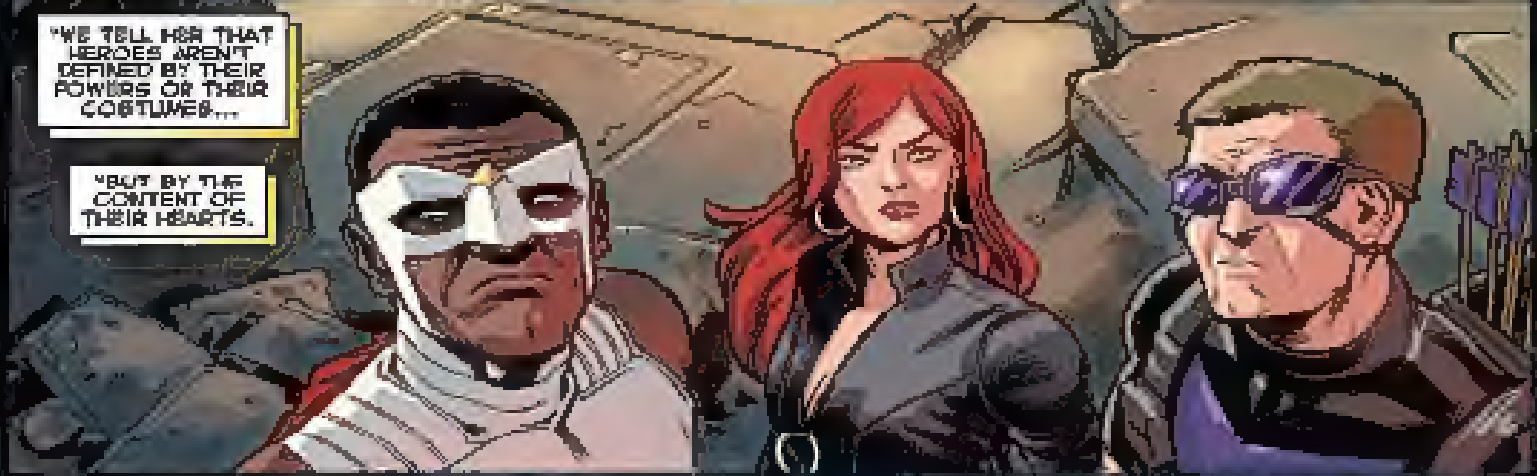
CAROL,
NO



NO...


SHE
BEAT YOU,
MISTER. IT'S
OVER





"WE TELL HER THAT
HEROES AREN'T
DEFINED BY THEIR
POWERS OR THEIR
COSTUMES...

"BUT BY THE
CONTENT OF
THEIR HEARTS.



"WE TELL HER THAT WE
DON'T KNOW WHAT CAROL'S
GOING TO BE LIKE WHEN
SHE COMES BACK. SHE
MIGHT NOT REMEMBER US.
SHE MIGHT NOT EVEN
REMEMBER HERSELF.

"BUT WE WILL KNOW.
WE WILL KNOW THE
LIGHT SHE HAS INSIDE
HER BECAUSE SHE
SHOWN US ALL
TODAY.

"WE WILL
KNOW..."



"SHE'S
CAPTAIN
MARVEL..."

"SHE'S
OUR
HERO."

LET'S

RAP WITH CAP

Send letters to:

heroes@marvel.com • 135 W 50TH ST 7TH FLOOR, NEW YORK, NY 10020 (PLEASE MARK OKAY TO PRINT)

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Didn't think we'd end it like that, did ya? Don't worry we did NOT kill Captain Marvel. If you missed the previews, Carol's about to jump into an Infinity adventure next month. However, she will be slightly different the next time you see her. That's all I'm sharing for now—even if you try to bribe me with cookies or chocolate covered strawberries or something—I'll never tell! But I mean, no harm in trying (strawberries are in season, bi-dubs).

I think that Carol's strength as a hero has little to do with her actual powers and more to do with what she chooses to do with them—protect those she loves. As her little protégé Kit stood by and watched her beloved champion beat the bad guy once again, I started wondering what it actually meant to be someone's hero. Recently, my niece Zayna made my heart melt when she named me her hero for a school project and presented me with this awfully sweet:



Usually this is where I'd turn into a braggart, but I was honestly so touched by the gesture—and confused as to why she picked me—that I was tearing throughout the ceremony. It dawned on me then that I actually have a lot of responsibility on my hands to *not screw it all up!* I have a nine-year-old niece who actually thinks I'm worthy—as now I've got to live up to that image and make sure that everything I do is a positive example for her. UNIL, of course, she's old enough to realize I'm a farce! (Kidding, ZZ, thanks for picking me, I love you!)

We've all got our heroes in the real world. Whether they're people who actually save lives, or people who teach you how to ride a bike—they're the ones who make you want to be a better person, too. So in the effort to honor our real life heroes, I asked the real of the Captain Marvel team who they'd name as theirs...

I've been blessed with so many. On my mind right now, my great aunt who we call "Gamma Pally." Heroes are defined by their courage and nobility. I could spend all day telling you stories of Pally's noble acts, but it's her courage in the face of her cancer struggle that moves me to name her. She's modeling a kind of grace and compassion that doesn't just put me in awe of her, but of what we as human beings are capable of.

—Kitty Sue DeConnick

My dearest personal hero is my Dad for his constant selfless acts of kindness.

—Jordan Ballaban

I'm inspired by teachers who wake up every morning and prepare my kids for the future. With little pay and no fame, they are some of the most important people in our society.

—Steve Wacker

Jim Troy, my dad. The most intelligent person I know. My entire life, he's never answered my questions with "I don't know." Through peaks and valleys, he's always been there for me. He handles my situation, no matter how adverse, with such grace. Plus, he's extremely handsome!

—Andy Troy

When my dad came to this country at 16-years-old, his family didn't have much money and he didn't speak a word of English. Even though he was almost finished with school back in Sicily, he enrolled in high school as a freshman here in New Jersey. Four years later he went to college on a scholarship

and by the time he was 35, owned and operated two businesses that he'd have for 20 years. Today, he's a coachman in the town he lives in. His story proves that we can do anything we set our minds to if we work hard, believe in ourselves and never give up!

—Joe Caromagna

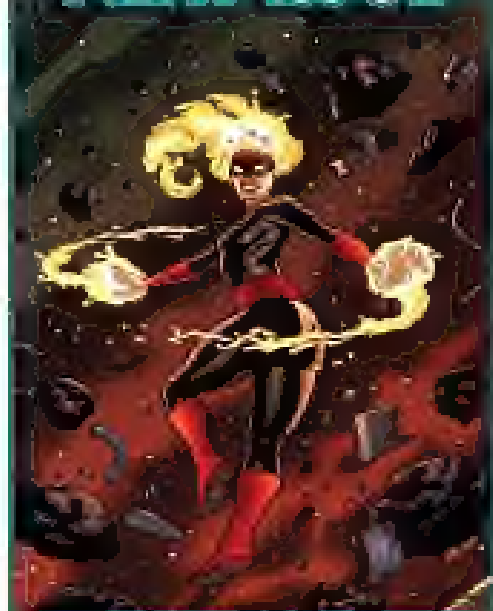
And mine? Well I'm blessed with a lot, but I've got two amazing forces in my life—my mom and dad. They came here from Pakistan in the '60s broke and alone, 50 years later they've helped more people financially and emotionally than I will probably ever know in my life. My mother texts me poems of love every day, and my dad, now diagnosed with cancer, still wakes up every morning with a smile on his face and asks, "How are you?"

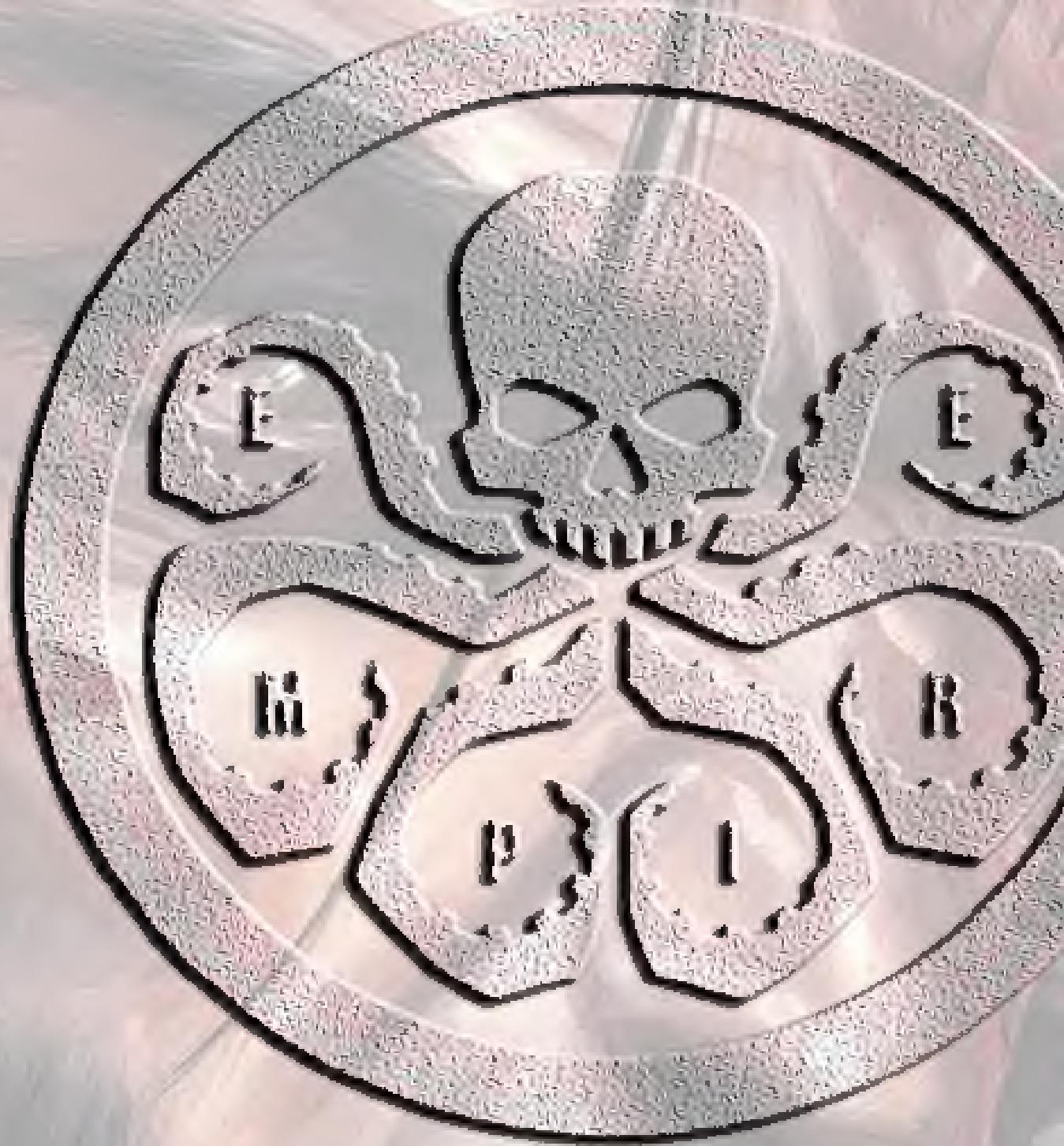
Be with that, this issue is dedicated to all of the heroes in our lives—Thanks for making us want to be the best version of ourselves.

Your turn, Carol Corps, find someone to be an inspiration for.

Love, peace and spandex,
Sana

NEXT ISSUE





NAR

